B210A (Form 210A) (12/09)

# IN THE UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re Lehman Brothers Holdings Inc.

Case No. 08-13555

## TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

## CITIGROUP FINANCIAL PRODUCTS INC.

Name of Transferee

SCOTTWOOD MASTER, LTD

Date Claim Filed: January 12, 2010

Name of Transferor

Total Amount of Claim Filed: \$53,000,000.00 Amount of Claim Transferred: \$ 26,500,000.00

Name and Address where notices to transferee Court Claim # (if known): 66107 should be sent:

390 Greenwich Street, Fourth Floor New York, New York, 10013 Attn: Marc Heimowitz

Phone: 212-723-1058

Email: marc.j.heimowitz@citi.com

With a copy to:

Paul, Weiss, Rifkind, Wharton & Garrison LLP 1285 Avenue of the Americas New York, New York 10019

Attn: Douglas R. Davis Phone: 212-373-3000

Email: ddavis@paulweiss.com

Name and address where transferee payments should be sent (if different from above):

I declare under penalty of perjury that the information provided in this notice is true and

correct to the best of my knowledge and belief.

Transferee/Transferee's Agent

Date: /2/29/10

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 & 3571.

# IN THE UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re Lehman Brothers Holdings Inc.

Case No. 08-13555

Claim No. 66107 was filed or deemed filed under 11 U.S.C. § 1111(a) in this case by the alleger transferor. As evidence of the transfer of that claim, the transferee filed a Transfer of Claim Other than for Security in the clerk's office of this court on	NOTICE OF TRANSFER OF CLAIM OTHER THAN FOR SECURITY					
Name of Alleged Transferor  Address of Transferee:  Address of Transferee:  33 Benedict Place Greenwich, CT 06830 Attn: Doug Stroup Attn: Marc Heimowitz Phone: 203-302-2458 Email: ds@scottwoodcapital.com  With a copy to:  Paul, Weiss, Rifkind, Wharton & Garrison LLP 1285 Avenue of the Americas New York, New York 10019 Attn: Douglas R. Davis Phone: 212-373-3000 Email: ddavis@paulweiss.com  The alleged transferor of the claim is hereby notified that objections must be filed with the court within twenty-one (21) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.	transferor. As evidence of the transfer	of that claim, the transferee filed a Transfer of Claim				
390 Greenwich Street, Fourth Floor Greenwich, CT 06830 Attn: Doug Stroup Phone: 203-302-2458 Phone: 212-723-1058 Email: ds@scottwoodcapital.com  With a copy to:  Paul, Weiss, Rifkind, Wharton & Garrison LLP 1285 Avenue of the Americas New York, New York 10019 Attn: Douglas R. Davis Phone: 212-373-3000 Email: ddavis@paulweiss.com  The alleged transferor of the claim is hereby notified that objections must be filed with the court within twenty-one (21) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.		INC.				
Greenwich, CT 06830  Attn: Doug Stroup  Phone: 203-302-2458  Email: ds@scottwoodcapital.com  With a copy to:  Paul, Weiss, Rifkind, Wharton & Garrison LLP 1285 Avenue of the Americas New York, New York 10019 Attn: Douglas R. Davis Phone: 212-373-3000 Email: ddavis@paulweiss.com  The alleged transferor of the claim is hereby notified that objections must be filed with the court within twenty-one (21) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.  Date:	Address of Alleged Transferor:	Address of Transferee:				
Paul, Weiss, Rifkind, Wharton & Garrison LLP 1285 Avenue of the Americas New York, New York 10019 Attn: Douglas R. Davis Phone: 212-373-3000 Email: ddavis@paulweiss.com  The alleged transferor of the claim is hereby notified that objections must be filed with the court within twenty-one (21) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.  Date:	Greenwich, CT 06830 Attn: Doug Stroup Phone: 203-302-2458	New York, New York, 10013 Attn: Marc Heimowitz Phone: 212-723-1058				
1285 Avenue of the Americas New York, New York 10019 Attn: Douglas R. Davis Phone: 212-373-3000 Email: ddavis@paulweiss.com  The alleged transferor of the claim is hereby notified that objections must be filed with the court within twenty-one (21) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.  Date:		With a copy to:				
The alleged transferor of the claim is hereby notified that objections must be filed with the court within twenty-one (21) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.  Date:		1285 Avenue of the Americas New York, New York 10019 Attn: Douglas R. Davis Phone: 212-373-3000				
(21) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.  Date:						
	(21) days of the mailing of this notice. If no object	ation is timely received by the court, the transferee will be				
CLERK OF THE COURT	Date:					
		CLERK OF THE COURT				

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 & 3571.

EXHIBIT B

### **EVIDENCE OF TRANSFER OF CLAIM**

United States Bankruptcy Court for the Southern District of New York ("Bankruptcy Court") TO: Attn: Clerk

AND TO: Lehman Brothers Special Financing Inc. ("Debtor") Case No. 08-13555 (JMP) (Jointly Administered)

Claim #: 66107

SCOTTWOOD MASTER, LTD., its successors and assigns ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned unto:

#### CITIGROUP FINANCIAL PRODUCTS INC.

its successors and assigns ("Buyer"), all right, title and interest in and to \$26,500,000.00 (the "Claim") of Soller against Lehman Brothers Special Financing Inc., docketed as claim number 66107 (which amends Proof of Claim No. 33613) in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13888 (JMP), or any other court with jurisdiction over the bankruptcy proceedings of the Debtor, including all rights of stoppage in transit, replevin and reclamation.

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Transfer of Claim by its duly authorized representative dated December 22, 2010.

SCOTTWOOD MASTER, LTD.	CITIGROUP PINANCIAL PRODUCTS INC.
By: (Luzud (L. Julman)) Name: Edward Ferimen Title: MANAGEME SIECTER	By: MA MALINE DIRECTOR
Ву:	
Name:	
Title:	

08-1355	55-mg Doc 14	4037 Filed 01/20/11 E Pa 4 c	:ntered 01/20/11 17: sf 1	13:35 Main Document
	Idings Claims Processing Solutions, LLC ox 5076	ern District of New York		OF OF CLAIM
in Re: Lehman Brothers Ho		Chapter 11 Case No. 08-13555 (JMP)	LINIOUS IDENTIFICATION	I NI IMPER. PROPERTIES
Name of Debtor Against WI Lehman Brothers Spe	Debtors.	Case No. of Debtor	UNIQUE IDENTIFICATION	Filed: USBC - Southern District of New York
Lehman Brothers Spe	ocial Financing Inc.	08-13888 (JMP)		Lehman Brothers Holdings Inc., Et Al. 08-13555 (JMP) 0000066107
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Name and address of different from Credite	•	address where notices should be sent if	Check this box to indicate that this claim amends a previously filed	
ZAIS Opportunity Mas	ster Fund, Ltd.		claim.	
c/o Seward & Kissel L One Battery Park Plan	za		Court Claim	
New York, New York Attn: Justin L. Sheare			Number: 33613 (If known)	
			Filed on: 9/22/09	
Telephone mumber (	212) 574-1200 -	Email Address: shearer@sewkis.com		
Telephone number: ( Name and address wi		sent (if different from above)	Check this box if you are aware	1
ZAIS Opportunity Ma			that anyone else has filed a proof of claim relating to your claim. Attach	
C/O ZAIS Group, LLC 2 Bridge Avenue, Sui	ite 322		copy of statement giving particulars.	
Red Bank, New Jerse Telephone number: (	-	Email Address: russ.prince@zaisgroup.com	Check this box if you are the debtor or trustee in this case.	
if all or part of your of tem 4. If all or part of your of fall or part of your of Check this box of the check this box of the check this box of the YOUR CLAIM	claim is entitled to priorit claim qualifies as an Adn if all or part of your clain if all or part of your clain IS BASED ON AMOU	te Item 4 below; however, if all of your clair	b)(9), complete Item 6.	5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount.  Specify the priority of the claim:  Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).
SUPPORTING DOC  Check this box itemized statement of	RECTIONS TO COMP CUMENTATION OR Y if claim includes interest interest or additional challaims.com if claim is a b	Wages, salaries or commissions (up to \$10,950), earned within 180 days before filin of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4).		
	#2 on reverse side.)	/ ISDA Master Agreement		Contributions to an employee benefit plan 11 U.S.C. § 507(a)(5).
3. Last four digits	of any number by whi y have scheduled accou	Up to \$2,425 of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C		
(See instruction #3a on reverse side.)  4. Secured Claim (See instruction #4 on reverse side.) See Attached Addendum				§ 507(a)(7).  Taxes or penalties owed to governmental
Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.				units - 11 U.S.C. § 507(a)(8).
Nature of prope	rty or right of setoff:	Real Estate	Other	U.S.C. § 507(a)().
				Amount entitled to priority:
Value of Proper Amount of arrea	ty: Sarage and other charges a	Annual Interest Rate s of time case filed included in secured clair	% im, if any:	remount chance to proving.
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Amount of Secu	ored Claim: \$	Amount Unsecured: \$		J.S. B.
	im that qualifies as an A #6 on reverse side.)	Administrative Expense under 11 U.S.C.	§503(b)(9): \$	, <b>&gt;</b>
7. Credits: The ame 8. Documents: Atta orders, invoices, itemi Attach redacted copies on reverse side.) If the DO NOT SEND ORI SCANNING.	ount of all payments on t ach redacted copies of an zed statements of runnin s of documents providing documents are volumin	S. ATTACHED DOCUMENTS MAY BI	s promissory notes, purchase is and security agreements. st. (See definition of "redacted"	FOR COURT COURT
1/11/10	person authorized to file this above. Attach copy of power	ing this claim must sign it. Sign and print name an command state address and telephone number if the stronger, if any. ZAIS Opportunity Masters.	different from the notice address	
Per	nalty for presenting frau	Its Authorized Signatory  dulent claim: Fine of up to \$500,000 or im	prisonment for up to 5 years, or bo	toth. 18 U.S.C. §§ 152 and 3571.